Proxy Voting Form

If you are attending the virtual Meeting please retain this Proxy Voting Form for online Securityholder registration.

Noumi Limited | ABN 41 002 814 235

SAMPLE

Your proxy voting instruction must be received by **10:00am (AEDT) on Tuesday, 03 November 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS
The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: **https://investor.automic.com.au/#/home** Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY
If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING
Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS
You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY
You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS
Individual: Where the holding is in one name, the Shareholder must sign.
Joint holding: Where the holding is in more than one name, all Shareholders should sign.
Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.
Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.
Email Address: Please provide your email address in the space provided.
By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES
If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at https://automicgroup.com.au.

Lodging your Proxy Voting Form:

Online
Use your computer or smartphone to appoint a proxy at https://portal.automic.com.au/investor/home or scan the QR code below using your smartphone
Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.

BY MAIL:
Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:
Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:
meetings@automicgroup.com.au

BY FACSIMILE:
+61 2 8583 3040

All enquiries to Automic:
WEBSITE:
https://automicgroup.com.au

PHONE:
1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

STEP 1 - How to vote

APPOINT A PROXY:

I/We being a Shareholder entitled to attend and vote at the Annual General Meeting of Noumi Limited, to be held virtually at **10:00am (AEDT) on Thursday, 05 November 2026 and physically at Moelis Australia at Level 27, Brookfield Place, 10 Carrington Street, Sydney NSW 2000** hereby:

Appoint the Chair of the Meeting (Chair) to vote in accordance with the following directions (or if no directions have been given, and subject to the relevant laws, as the Chair sees fit) at this meeting and at any adjournment thereof.

Please note: If you are not appointing the Chair of the Meeting as your proxy, please write in the box provided below the name of the person or body corporate you are appointing as your proxy. If the person so named is absent from the meeting, or if no person is named, the Chair will act on your behalf.

The Chair intends to vote undirected proxies in favour of all Resolutions in which the Chair is entitled to vote.

Unless indicated otherwise by marking the "for", "against" or "abstain" box you will be authorising the Chair to vote in accordance with the Chair's voting intention.

AUTHORITY FOR CHAIR TO VOTE UNDIRECTED PROXIES ON REMUNERATION RELATED RESOLUTIONS

Where I/we have appointed the Chair as my/our proxy (or where the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on Resolution 1 (except where I/we have indicated a different voting intention below) even though Resolution 1 is connected directly or indirectly with the remuneration of a member of the Key Management Personnel, which includes the Chair.

VIRTUAL PARTICIPATION AT THE MEETING:

The Company is pleased to provide shareholders with the opportunity to attend and participate in a virtual Meeting through an online meeting platform powered by Automic, where shareholders will be able to watch, listen, and vote online.

To access the virtual meeting:

1. Open your internet browser and go to **investor.automic.com.au**
2. Login with your username and password or click **"register"** if you haven't already created an account. **Shareholders are encouraged to create an account prior to the start of the meeting to ensure there is no delay in attending the virtual meeting**

Further information on how to do this is set out in the Notice of Meeting. The Explanatory Notes that accompany and form part of the Notice of Meeting describe the various matters to be considered.

STEP 2 - Your voting direction

Resolutions		For	Against	Abstain
1	Non-Binding Resolution to adopt Remuneration Report	☐	☐	☐
2	Re-election of Genevieve Gregor as a Director	☐	☐	☐

Please note: If you mark the abstain box for a particular Resolution, you are directing your proxy not to vote on that Resolution and your votes will not be counted in computing the required majority on a poll.

STEP 3 – Signatures and contact details

Individual or Securityholder 1	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director / Company Secretary

Contact Name:

Email Address:

Contact Daytime Telephone

Date (DD/MM/YY) / /

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible).

SAMPLE

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Noumi Limited

ABN 41 002 814 235

NOTICE OF ANNUAL GENERAL MEETING AND EXPLANATORY MEMORANDUM TO SHAREHOLDERS

Date of Meeting
5 November 2026

Time of Meeting
10:00 am (AEDT)

Place of Meeting
Moelis Australia
Level 27, Brookfield Place
10 Carrington Street
Sydney NSW 2000

And Virtually

A Proxy Form is enclosed
Please read this Notice and Explanatory Memorandum carefully.

If you are unable to attend the Meeting you are encouraged to submit a Proxy appointment in accordance with the specified directions.

Noumi Limited
ABN 41 002 814 235

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Shareholders of Noumi Limited ABN 41 002 814 235 ("Company") will be held as a hybrid meeting at 10:00 am (AEDT) on Thursday, 5 November 2026 for the purpose of transacting the following business referred to in this Notice of Annual General Meeting ("Notice"). Shareholders are able to attend the Meeting at the offices of Moelis Australia at Level 27, Brookfield Place, 10 Carrington Street, Sydney NSW 2000 and virtually.

The Explanatory Memorandum, Entitlement to Attend and Vote section and the Proxy Form are part of this Notice.

AGENDA

ORDINARY BUSINESS

Financial Reports

To receive and consider the Financial Report, the Directors' Report and the Auditor's Report of the Company for the year ended 30 June 2026.

All Shareholders can view the Company's Annual Report, which contains the Financial Report, the Directors' Report and the Auditor's Report of the Company for the year ended 30 June 2026, on the Company's website at https://noumi.com.au/investors/

Shareholders are not required to vote on this item.

1. Resolution 1 – Non-Binding Resolution to adopt Remuneration Report

To consider and, if thought fit, pass the following resolution as an **advisory resolution**:

"*That the Company's Remuneration Report as set out in the Directors' Report for the financial year ended 30 June 2026 be adopted."*

Note: The vote on this Resolution is advisory only and does not bind the Directors or the Company. Shareholders are encouraged to read the Explanatory Memorandum for further details on the consequences of voting on this Resolution. The Remuneration Report is contained in the 2026 Annual Report (available at https://noumi.com.au/investors/).

Voting Exclusion Statement

In accordance with the Corporations Act, the Company will disregard any votes cast on Resolution 1:

(a) by or on behalf of a member of the Key Management Personnel, details of whose remuneration are included in the Remuneration Report, or their Closely Related Parties, regardless of the capacity in which the vote is cast (including as a proxy); or

(b) as a proxy by a member of the Key Management Personnel as at date of the Meeting or their Closely Related Parties.

However, the Company need not disregard a vote by a person as a proxy if the vote is not cast on behalf of a member of the Key Management Personnel or their Closely Related Parties, details of whose remuneration are included in the Remuneration Report, and either:

(a) it is cast by a person as a proxy appointed by writing that specifies how the proxy is to vote on the resolution; or

(b) it is cast by the Chair of the Meeting and the appointment of the Chair as proxy does not specify the way the proxy is to vote on the resolution and expressly authorises the Chair to exercise the proxy even though the Resolution is connected with the remuneration of a member of the Key Management Personnel.

Shareholders should note that the Chair intends to vote any undirected proxies in favour of Resolution 1. Shareholders may also choose to direct the Chair to vote against Resolution 1 or to abstain from voting.

2. Resolution 2 – Re-election of Genevieve Gregor as a Director

To consider and, if thought fit, pass the following resolution as an **ordinary resolution**:

"That, Genevieve Gregor, who retires in accordance with clause 25.11 of the Company's Constitution and having offered herself for re-election and being eligible, be re-elected as a Director of the Company."

OTHER BUSINESS

To deal with any other business which may be brought forward in accordance with the Constitution and the Corporations Act.

By order of the Board

Justin Coss
Company Secretary
2 October 2026

ENTITLEMENT TO ATTEND AND VOTE

How to vote

Shareholders can vote by either:

- attending the Meeting and voting in person and online; or
- appointing a proxy to attend and vote on their behalf by submitting their proxy appointment and voting instructions online, or by completing the proxy form accompanying this Notice and sending it by post or by facsimile, as directed on the proxy form.

Voting by a Corporation

A Shareholder that is a corporation may appoint an individual to act as its representative and vote at the Meeting. The appointment must comply with the requirements of section 250D of the Corporations Act. The representative must provide the Company with adequate evidence of his or her appointment, including any authority under which it is signed.

Voting by proxy

- A Shareholder entitled to attend and vote is entitled to appoint not more than two proxies. Each proxy will have the right to vote on a poll and also to speak at the Meeting.
- The appointment of the proxy may specify the proportion or the number of votes that the proxy may exercise. Where more than one proxy is appointed and the appointment does not specify the proportion or number of the Shareholder's votes each proxy may exercise, the votes will be divided equally among the proxies (i.e., where there are two proxies, each proxy may exercise half of the votes).
- A proxy need not be a Shareholder.
- The proxy can be either an individual or a body corporate.
- If a proxy is not directed how to vote on an item of business, the proxy may generally vote, or abstain from voting, as they think fit subject to any voting exclusion rules set out in this Notice.
- However, where a member of the Key Management Personnel or their Closely Related Parties is appointed as a proxy, the proxy may only vote on Resolutions 1 if the vote is cast by that person as a proxy appointed by writing that specifies how the proxy is to vote on the Resolution or the proxy is the Chair of the Meeting and the appointment expressly authorises the Chair to exercise the proxy even if the Resolution is connected directly or indirectly with the remuneration of a member of the Key Management Personnel.
- Should any resolution, other than those specified in this Notice, be proposed at the Meeting, a proxy may vote on that resolution as they think fit.
- If a proxy is instructed to abstain from voting on an item of business, they are directed not to vote on the Shareholder's behalf on the poll and the shares that are the subject of the proxy appointment will not be counted in calculating the required majority.
- Shareholders who return their proxy forms with a direction how to vote but do not nominate the identity of their proxy will be taken to have appointed the Chair of the Meeting as their proxy to vote on their behalf. If a proxy form is returned but the nominated proxy does not attend the Meeting, the Chair of the Meeting will act in place of the nominated proxy and vote in accordance with any instructions. Proxy appointments in favour of the Chair of the Meeting, the Company Secretary or any Director that do not contain a direction how to vote will be used where possible to support each of the resolutions proposed in this Notice, provided they are entitled to cast votes as a proxy under the voting exclusion rules which apply to some of the proposed resolutions. These rules are explained in this Notice.
- To be effective, proxies must be received by the Share Registry of the Company no later than 10.00am (AEDT) on Tuesday 3 November 2026 (48 hours before the Meeting).
- Proxies may be lodged using any of the following methods:

  - Voting online:
  https://investor.automic.com.au/#/loginsah
  Instructions on voting online will be available on both the proxy form and the email broadcast.

  - By returning a completed proxy form via email, in person or by post to:

  - By Email:
  meetings@automicgroup.com.au

  - By Mail:
  Automic
  GPO Box 5193
  Sydney NSW 2001

  - By Hand:*
  Automic
  Level 5, 126 Phillip Street
  Sydney NSW 2000

  * during business hours Monday to Friday (9:00am to 5:00pm) (AEDT time)

  or

  - By fax:

  +61 2 8583 3040

The proxy form must be signed by the Shareholder or the Shareholder's attorney. Proxies given by corporations must be executed in accordance with the Corporations Act. Where the appointment of a proxy is signed by the appointer's attorney, a certified copy of the power of attorney, or the power itself, must be received by the Company at the above address, or by facsimile, and by 10.00am (AEDT) on Tuesday, 3 November 2026. If facsimile

transmission is used, the power of attorney must be certified.

To be valid, a proxy form must be received by the Company in the manner stipulated above. The Company reserves the right to declare invalid any proxy not received in this manner.

Shareholders who are entitled to vote

In accordance with regulations 7.11.37 and 7.11.38 of the *Corporations Regulations 2001* (Cth), the Board has determined that a person's entitlement to vote at the Meeting will be the entitlement of that person set out in the Register of Shareholders as at 7.00pm (AEDT) on Tuesday, 3 November 2026.

If more than one joint holder of shares is present at the Meeting (whether personally, by proxy or by attorney or by representative) and tenders a vote, only the vote of the joint holder whose name appears first on the register will be counted.

Shareholder Questions – Submitted prior to the Meeting

Shareholders who are unable to attend the Meeting or who may prefer to register questions in advance are invited to do so. Please submit the Meeting Question Form available on the Company's website at https://noumi.com.au/investors/ to companysecretary@noumi.com.au.

To allow time to collate questions and prepare answers, please submit any questions by 5.00pm (AEDT) on Thursday, 29 October 2026 (being no later than the fifth business day before the Meeting is held). Questions will be collated, and during the AGM, the Chair will seek to address as many of the more frequently raised topics as possible. However, there may not be sufficient time available at the Meeting to address all topics raised. Please note that individual responses will not be sent to Shareholders.

Conduct of Meeting

The Company is committed to ensuring that its Shareholder meetings are conducted in a manner that provides those Shareholders (or their proxy holders) who attend the Meeting with the opportunity to participate in the business of the Meeting in an orderly fashion and to ask questions about and comment on matters relevant to the business of the Meeting or about the Company generally. The Company will not allow conduct at any Shareholder meeting that is discourteous to those who are present at the Meeting, or that in any way disrupts or interferes with the proper conduct of the Meeting. The Chair of the Meeting will exercise her powers as the Chair to ensure that the Meeting is conducted in an orderly and timely fashion, in the interests of all attending Shareholders.

PARTICIPATION IN THE MEETING

There are a number of ways Shareholders and interested parties can participate in the Meeting:

- **Attending in person**: Shareholders may attend in person, ask questions and vote.
- **Attending virtually**:
Shareholders who wish to vote virtually on the day of the AGM can do so by logging in to the Automic shareholder portal.

    1. Open your internet browser and go to investor.automic.com.au
    2. Login using your username and password. If you do not already have an account, click "Register" and follow the prompts. Shareholders are encouraged to register prior to the commencement of the Meeting to avoid delays in accessing the virtual platform.
    3. After logging in, a banner will appear at the bottom of your screen when the Meeting is open for registration. Click "Register". Alternatively, select Meetings from the left-hand menu.
    4. Click on "Join Meeting" and follow the prompts.
    5. When the Chair of the Meeting declares the poll open, select the "Voting" dropdown menu on the right-hand side of your screen.
    6. Select either the "Full" or "Allocate" option to access your electronic voting card.
    7. Follow the prompts to record your voting direction for each resolution and click "Submit votes". For allocated votes, the number of votes submitted must not exceed your remaining available units. Important: Votes cannot be amended once submitted.

    For further information on the live voting process please see the Registration and Voting Guide at https://www.automicgroup.com.au/virtual-agms/

    It is recommended that Shareholders wishing to attend the Meeting login 15-30 minutes prior to the Meeting.

- **Voting prior to the AGM**: Shareholders who are unable to join us at the Meeting in person are encouraged to cast a direct vote prior to the Meeting, or alternatively, to appoint a proxy to participate and vote on their behalf. If shareholders direct their proxy how to vote, the shareholder's votes will be cast at the Meeting in accordance with those directions.

    Shareholders can cast their direct vote or appoint a proxy online at https://investor.automic.com.au/#/loginsah or by following the instructions on the Voting Form. These must be submitted by no later than 10:00am (AEDT) on Tuesday, 3 November 2026 to be valid.

    Even if you plan to attend the Meeting, you are still encouraged to cast a direct vote or submit a

directed proxy in advance of the Meeting so that your votes can be counted if for any reason you cannot attend in person.

Enclosures

Enclosed are the following documents:

- proxy form to be completed if you would like to be represented at the Meeting by proxy.

Shareholders are encouraged to use the online voting facility that can be accessed on the Company's share registry's website https://investor.automic.com.au/#/loginsah to ensure the timely and cost-effective receipt of your proxy.

Noumi Limited
ABN 41 002 814 235

EXPLANATORY MEMORANDUM

This Explanatory Memorandum is intended to provide Shareholders with sufficient information to assess the merits of the Resolutions contained in the accompanying Notice of Annual General Meeting of Noumi Limited (the **Company**).

Certain abbreviations and other defined terms are used throughout this Explanatory Memorandum and the Notice. Defined terms are generally identifiable by the use of an upper case first letter. Details of the definitions and abbreviations are set out in the Glossary to the Explanatory Memorandum.

FINANCIAL REPORT

The first item of the Notice deals with the presentation of the consolidated annual financial report of the Company for the financial year ended 30 June 2026 together with the Directors' declaration and report in relation to that financial year and the auditor's report on those financial statements. Shareholders should consider these documents and raise any matters of interest with the Directors when this item is being considered. The Company's Annual Report 2026 is available on the ASX's website at https://www.asx.com.au/markets/company/nou and on the Company's website at https://noumi.com.au/investors/.

No resolution is required to be put to Shareholders in respect of this item.

Shareholders will be given a reasonable opportunity at the Meeting to ask questions and make comments on the accounts and on the business, operations and management of the Company.

The Chair will also provide Shareholders a reasonable opportunity to ask the Auditor questions relevant to:

- the conduct of the audit;
- the preparation and content of the independent audit report;
- the accounting policies adopted by the Company in relation to the preparation of accounts; and
- the independence of the auditor in relation to the conduct of the audit.

RESOLUTION 1 – ADOPTION OF REMUNERATION REPORT

In accordance with section 250R(2) of the Corporations Act, the Company is required to present to its shareholders the Remuneration Report as disclosed in the Company's 2026 Annual Report for consideration and adoption.

The Chair will allow a reasonable opportunity for shareholders to ask questions about, or make comments on, the Remuneration Report at the Meeting.

The vote on the Resolution is advisory only and does not bind the Directors or the Company. The Remuneration Report is set out in the Company's Annual Report 2026 and is also available on the ASX's website at www.asx.com.au and the Company's website at www.noumi.com.au.

The Remuneration Report explains the Board policies in relation to the nature and level of remuneration paid to Directors, sets out remuneration details for each Director and the Key Management Personnel and any service agreements and sets out the details of any share-based compensation.

Voting

Please refer to the Notice of Meeting for the voting exclusions that apply to Resolution 1.

Shareholders are urged to carefully read the proxy form and provide a direction to the proxy on how to vote on this Resolution.

Directors' recommendation

Noting that each Director has a personal interest in their own remuneration from the Company (as described in the Remuneration Report), the Directors unanimously recommend that Shareholders vote **in favour** of adopting the Remuneration Report.

The Chair of the Meeting intends to vote all available proxies **in favour** of this Resolution.

RESOLUTION 2 – RE-ELECTION OF GENEVIEVE GREGOR AS A DIRECTOR

Pursuant to clause 25.11 of the Company's Constitution, Genevieve Gregor retires by rotation from the office of Director at this meeting and offers herself for re-election to the Board.

Genevieve was appointed as an Independent Non-executive Director of the Company in March 2020 and has served as Chair of the Board from January 2021.

Genevieve is an experienced Non-Executive Director across public and private companies. She currently serves as a Non-Executive Director of Eternal Aus HoldCo Ltd (Invocare), a public unlisted death care services company. She is a Non-Executive Director of Ashe Morgan Investment Holdings, a leading Australian Real Estate asset manager and investor. Prior to this, Genevieve was the Co-head and Managing Director of the Asia Special Situations Group in Australia for Goldman Sachs. Genevieve was previously the Deputy Chancellor, Chair of the Finance and Investment

Committee and Trustee at Western Sydney University for over ten years.

Genevieve holds a Bachelor of Economics (UQ), a Graduate Diploma Applied Finance & Investment (SIA), and an Honorary Doctorate of Letters (WSU).

Genevieve is a member of the Risk and Compliance Committee, the Finance and Audit Committee and the People and Culture Committee.

What majority of votes is required to pass Resolution 2?

Resolution 2 is an ordinary resolution, which requires it to be passed by a simple majority of the votes cast by Shareholders entitled to vote on the Resolution.

Directors' recommendation

The Board considers Genevieve to be an Independent Non-Executive Director.

The Board supports Genevieve's re-election as she contributes significant experience to the Board as set out above.

The Board (other than Genevieve) unanimously recommend that Shareholders vote **in favour** of Resolution 2.

The Chair of the Meeting intends to vote all available proxies **in favour** of this Resolution.

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GLOSSARY

Annual Report means the Annual Report of the Company for the year ended 30 June 2026.

ASX means ASX Limited ABN 98 008 624 691 and includes any successor body.

ASX Listing Rules means the official listing rules of the ASX (as their application is affected by any waiver granted by ASX to the Company).

Board means the board of Directors of the Company.

Chair means the chair of the Meeting as appointed in accordance with the Constitution.

Closely Related Party has the meaning given to that term in the Corporations Act.

Company means Noumi Limited ABN 41 002 814 235.

Company Secretary means the company secretary of the Company.

Constitution means the Company's current constitution.

Corporations Act means the *Corporations Act 2001* (Cth).

Director means a director of the Company.

Explanatory Memorandum means the explanatory memorandum accompanying this Notice.

Key Management Personnel (or **KMP**) has the meaning given to that term in the Corporations Act.

Meeting means the Annual General Meeting of the Company as contemplated by this Notice.

Notice means the notice of Annual General Meeting which accompanies this Explanatory Memorandum.

Remuneration Report means the Company's Remuneration Report for the year ended 30 June 2026.

Resolution means a resolution proposed pursuant to the Notice.

Share means a fully paid ordinary share in the Company.

Share Registry means Automic Pty Ltd (ACN 152 260 814).

Shareholder means the holder of a Share in the Company.